

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



Bank of Guizhou Co., Ltd. *

貴州銀行股份有限公司 *

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6199)

NOTICE OF THE 2020 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2020 annual general meeting (the “**AGM**”) of Bank of Guizhou Co., Ltd.* (the “**Bank**”) will be held at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC at 2:30 p.m. on Wednesday, 16 June 2021, for the Shareholders to consider and, if thought fit, to approve the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the 2020 Work Report of the Board of Directors of the Bank.
2. To consider and approve the 2020 Work Report of the Board of Supervisors of the Bank.
3. To consider and approve the 2020 Performance Evaluation Report on Board of Directors and Board of Supervisors and Senior Management and their Members of the Bank.
4. To consider and approve the 2020 Financial Statements Report of the Bank.
5. To consider and approve the 2020 Profit Distribution Plan of the Bank.
6. To consider and approve the 2021 Financial Budget Plan of the Bank.
7. To consider and approve the Amendments to the Rules of Procedure of the Board of Directors of Bank of Guizhou Co., Ltd..

8. To consider and approve the appointment of accounting firms for the year 2021.
9. To consider and approve the election of the third session of the board of directors of the Bank.
10. To consider and approve the appointment of Mr. Yang Mingshang as an executive director of the third session of the board of directors of the Bank.
11. To consider and approve the appointment of Mr. Xu An as an executive director of the third session of the board of directors of the Bank.
12. To consider and approve the appointment of Mr. Cai Dong as an executive director of the third session of the board of directors of the Bank.
13. To consider and approve the appointment of Mr. Chen Jingde as a non-executive director of the third session of the board of directors of the Bank.
14. To consider and approve the appointment of Mr. Chen Hanqing as a non-executive director of the third session of the board of directors of the Bank.
15. To consider and approve the appointment of Mr. Chen Hua as a non-executive director of the third session of the board of directors of the Bank.
16. To consider and approve the appointment of Mr. Wang Xiaoyong as a non-executive director of the third session of the board of directors of the Bank.
17. To consider and approve the appointment of Ms. Gong Taotao as a non-executive director of the third session of the board of directors of the Bank.
18. To consider and approve the appointment of Mr. Wang Wencheng as a non-executive director of the third session of the board of directors of the Bank.
19. To consider and approve the appointment of Mr. Zhao Yong as a non-executive director of the third session of the board of directors of the Bank.
20. To consider and approve the appointment of Mr. Wang Gefan as an independent non-executive director of the third session of the board of directors of the Bank.
21. To consider and approve the appointment of Mr. Tang Xin as an independent non-executive director of the third session of the board of directors of the Bank.
22. To consider and approve the appointment of Mr. Song Ke as an independent non-executive director of the third session of the board of directors of the Bank.

23. To consider and approve the appointment of Mr. Law Cheuk Kin Stephen as an independent non-executive director of the third session of the board of directors of the Bank.
24. To consider and approve the appointment of Mr. Jiang Shangjun as an independent non-executive director of the third session of the board of directors of the Bank.
25. To consider and approve the election of the third session of the board of supervisors of the Bank.
26. To consider and approve the appointment of Mr. Ma Peng as a shareholder supervisor of the third session of the board of supervisors of the Bank.
27. To consider and approve the appointment of Mr. Cheng Yunlong as a shareholder supervisor of the third session of the board of supervisors of the Bank.
28. To consider and approve the appointment of Ms. Xu Yu as a shareholder supervisor of the third session of the board of supervisors of the Bank.
29. To consider and approve the appointment of Mr. Su Zhi as an external supervisor of the third session of the board of supervisors of the Bank.
30. To consider and approve the appointment of Mr. Yin Xin Quan as an external supervisor of the third session of the board of supervisors of the Bank.
31. To consider and approve the appointment of Mr. Chen Houyi as an external supervisor of the third session of the board of supervisors of the Bank.
32. To consider and approve the remuneration standards of the executive directors of the third session of the board of directors of the Bank.
33. To consider and approve the remuneration standards of the non-executive directors of the third session of the board of directors of the Bank.
34. To consider and approve the remuneration standards of the independent non-executive directors of the third session of the board of directors of the Bank.
35. To consider and approve the remuneration standards of the employee supervisors of the third session of the board of supervisors of the Bank.
36. To consider and approve the remuneration standards of the shareholder supervisors of the third session of the board of supervisors of the Bank.
37. To consider and approve the remuneration standards of the external supervisors of the third session of the board of supervisors of the Bank.

SPECIAL RESOLUTIONS

38. To consider and approve the plan on the issuance of capital bonds without a fixed term of the Bank.
39. To consider and approve the plan on authorization of the Shareholders' General Meeting of the Bank to the Board of Directors of the Bank.

REPORTING ITEMS

40. 2020 Performance Report of Independent Non-executive Directors of Bank of Guizhou Co., Ltd..
41. 2020 Report on Related-party Transactions of Bank of Guizhou Co., Ltd..
42. Report on Implementation of Resolutions of the 2019 Shareholders' General Meeting of Bank of Guizhou Co., Ltd..

By order of the Board
Bank of Guizhou Co., Ltd.
XU An
Executive Director

Guiyang, the PRC, 17 May 2021

As of the date of this notice, the Board of the Bank comprises Mr. XU An as an executive director; Ms. GONG Taotao as a non-executive director; and Mr. TANG Xin, Mr. WANG Gefan, Mr. SONG Ke, Mr. LI Shoubing and Mr. LAW Cheuk Kin Stephen as independent non-executive directors.

* *Bank of Guizhou Co., Ltd. is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking and/or deposit-taking business in Hong Kong.*

Notes:

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the AGM will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The voting results will be published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.bgzchina.com) in accordance with the Listing Rules.
2. Closure of register of members, eligibility for attending and voting at the AGM

In order to determine the Shareholders who are eligible to attend and vote at the AGM, the register of members of the Bank will be closed from Thursday, 10 June 2021 to Wednesday, 16 June 2021 (both days inclusive), during which period no transfer of shares will be effected. Shareholders whose names appear on the register of members of the Bank on Wednesday, 16 June 2021 are entitled to attend and vote at the AGM.

For a holder of the shares of the Bank to be eligible for attending and voting at the AGM, all transfer documents together with the relevant share certificates and other appropriate documents of the holders of the shares of the Bank shall be delivered to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for H Shareholders) or the office of the board of directors of the Bank at the 43rd Floor, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Wednesday, 9 June 2021 for registration.

Pursuant to the requirement of the Articles of Association of the Bank, if any Shareholder pledges over 50% (inclusive) of his/her/its equity in the Bank, in the duration of pledge, he/she/it shall not exercise voting right over the pledged equity at the AGM.

3. Proxy

Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more person(s) (if the Shareholder holds two or more issued shares), whether (each of) such person is a Shareholder of the Bank or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the AGM.

The proxy concerned must be appointed with a power of attorney. The power of attorney concerned must be signed by the principal or the person duly authorized in writing by the principal. If the principal is a corporation, the power of attorney shall be affixed with the common seal or signed by its director or other representative duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the principal, such power of attorney or other authorization documents shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authority must be delivered to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (for H Shareholders) or the office of the board of directors of the Bank at the 43rd Floor, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC (for Domestic Shareholders) no later than 24 hours before the scheduled time for the holding of the AGM (i.e. Tuesday, 15 June 2021 at 2:30 p.m.) or no later than 24 hours before the convening of any adjournment thereof (as the case may be).

After the completion and return of the power of attorney, you can attend and vote in person at the AGM or any adjournment thereof should you so wish. In the event that you attend the AGM and vote at the meeting, the power of attorney will be deemed to have been revoked.

In the case of joint holders of the shares of the Bank, any one of such holders may vote at the AGM either in person or by proxy in respect of such shares as if he/she/it was solely entitled thereto. However, if more than one of such joint registered holders be present at the AGM, either in person or by proxy, the vote of that one of them so present, whose name stands first on the register of members of the Bank in respect of such shares shall be accepted to the exclusion of the votes of the other joint registered holder(s).

4. Miscellaneous

- (i) The Shareholders or their proxies shall present their identity documents when attending the AGM (or any adjournment thereof). The legal representative of or any other persons officially authorized by a corporate Shareholder shall present his/her identity documents and the notarially certified documents for appointment as a legal representative or valid authorization document(s) (as the case may be) when attending the AGM (or any adjournment thereof).
- (ii) The AGM is expected to last for no more than half working day. Shareholders and their proxies attending the meeting shall arrange for their own traveling and accommodation at their own expenses. Meanwhile, in order to make every effort to prevent and control the pandemic of COVID-19 and safeguard the health and safety of Shareholders and the attendees, the board of directors of the Bank recommends that shareholders vote on relevant resolutions by proxy (rather than attending in person).
- (iii) Address of Computershare Hong Kong Investor Services Limited:

17M Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong
Tel: (852) 2862 8555
Fax: (852) 2865 0990

Address of the office of the board of directors:

43rd Floor, Bank of Guizhou Head Office Building
No. 9 Yongchang Road
Guanshanhu District, Guiyang
Guizhou Province, the PRC
Tel: (86) 851-8698 7798
Fax: (86) 851-8620 7999

- 5. The details about the aforesaid resolutions proposed for the consideration and approval at the AGM will be set out in the circular of the 2020 AGM to be despatched by the Bank when appropriate.